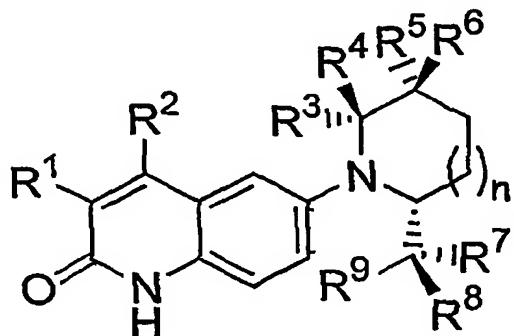


**AMENDMENTS TO THE CLAIMS:**

Claims 1-44 are pending herein. Claims 10-12, 18-21 and 27-29 are amended herein as indicated below. This listing of claims will replace all prior versions, and listings of claims, in the application.

**LISTING OF CLAIMS:**

1. (Original) A compound having the formula :



wherein:

(I)

R<sup>1</sup> is hydrogen, F, Cl, or C<sub>1</sub>-C<sub>3</sub> aliphatic;

R<sup>2</sup> is selected from the group of hydrogen, F, Cl, Br, C<sub>1</sub>-C<sub>4</sub> aliphatic, C<sub>1</sub>-C<sub>4</sub> haloaliphatic, and C<sub>1</sub>-C<sub>4</sub> heteroaliphatic ;

R<sup>3</sup> and R<sup>4</sup> each independently is selected from the group of hydrogen, C<sub>1</sub>-C<sub>4</sub> aliphatic, C<sub>1</sub>-C<sub>4</sub> haloaliphatic, C<sub>1</sub>-C<sub>4</sub> heteroaliphatic, optionally substituted aryl and heteroaryl;

R<sup>5</sup> and R<sup>6</sup> each independently is selected from the group of hydrogen, F, Cl, OR<sup>10</sup>, C<sub>1</sub>-C<sub>4</sub> aliphatic, C<sub>1</sub>-C<sub>4</sub> haloaliphatic, and C<sub>1</sub>-C<sub>4</sub> heteroaliphatic;

R<sup>7</sup> and R<sup>8</sup> each independently is selected from the group of hydrogen, F, Cl, C<sub>1</sub>-C<sub>4</sub> aliphatic, C<sub>1</sub>-C<sub>4</sub> haloaliphatic, and C<sub>1</sub>-C<sub>4</sub> heteroaliphatic; or

R<sup>7</sup> and R<sup>8</sup> taken together form a carbonyl group;

R<sup>9</sup> is selected from the group of halogen, OR<sup>10</sup>, SR<sup>10</sup>, NR<sup>10</sup>R<sup>11</sup>, C<sub>1</sub>-C<sub>4</sub> haloaliphatic, C<sub>1</sub>-C<sub>4</sub> heteroaliphatic, and C<sub>1</sub>-C<sub>4</sub> heterohaloaliphatic;

R<sup>10</sup> and R<sup>11</sup> each independently is selected from the group of hydrogen, C<sub>1</sub>-C<sub>4</sub> aliphatic, phenyl, and benzyl; and

n = 0 or 1.

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2. (Original) A compound according to claim 1, wherein:

R<sup>1</sup> is hydrogen, F or Cl;

R<sup>2</sup> is selected from the group of F, Cl, Br, C<sub>1</sub>-C<sub>4</sub> alkyl, and C<sub>1</sub>-C<sub>4</sub> haloalkyl;

R<sup>3</sup> and R<sup>4</sup> each independently is selected from the group of hydrogen, C<sub>1</sub>-C<sub>4</sub> alkyl, C<sub>1</sub>-C<sub>4</sub> haloalkyl, and optionally substituted aryl;

R<sup>5</sup> and R<sup>6</sup> each independently is selected from the group of hydrogen, F, Cl, OR<sup>10</sup>, C<sub>1</sub>-C<sub>4</sub> alkyl, and C<sub>1</sub>-C<sub>4</sub> haloalkyl ;

R<sup>7</sup> and R<sup>8</sup> each independently is selected from the group of hydrogen, F, Cl, C<sub>1</sub>-C<sub>4</sub> alkyl, and C<sub>1</sub>-C<sub>4</sub> haloalkyl;

R<sup>9</sup> is selected from the group of halogen, OR<sup>10</sup>, C<sub>1</sub>-C<sub>4</sub> haloalkyl, C<sub>1</sub>-C<sub>4</sub> heteroalkyl, and C<sub>1</sub>-C<sub>4</sub> heterohaloalkyl;

R<sup>10</sup> is hydrogen; and

n = 0 or 1.

3. (Original) A compound according to claim 1, wherein:

R<sup>1</sup> is hydrogen;

R<sup>2</sup> is selected from the group of Cl, Br, CH<sub>3</sub>, C<sub>2</sub>H<sub>5</sub>, CF<sub>3</sub>, C<sub>2</sub>F<sub>5</sub>, and CF<sub>2</sub>Cl;

R<sup>3</sup> and R<sup>4</sup> each independently is selected from the group of hydrogen, C<sub>1</sub>-C<sub>4</sub> alkyl, C<sub>1</sub>-C<sub>4</sub> haloalkyl, C<sub>1</sub>-C<sub>4</sub> heteroalkyl, and optionally substituted aryl;

R<sup>5</sup> and R<sup>6</sup> each independently is selected from the group of hydrogen, F, Cl, OR<sup>10</sup>, C<sub>1</sub>-C<sub>4</sub> alkyl, C<sub>1</sub>-C<sub>4</sub> haloalkyl, and C<sub>1</sub>-C<sub>4</sub> heteroalkyl;

R<sup>7</sup> and R<sup>8</sup> each independently is selected from the group of hydrogen, F, Cl, C<sub>1</sub>-C<sub>4</sub> alkyl, C<sub>1</sub>-C<sub>4</sub> haloalkyl, and C<sub>1</sub>-C<sub>4</sub> heteroalkyl ;

R<sup>9</sup> is selected from the group of halogen, OR<sup>10</sup>, C<sub>1</sub>-C<sub>4</sub> haloalkyl, C<sub>1</sub>-C<sub>4</sub> heteroalkyl, and C<sub>1</sub>-C<sub>4</sub> heterohaloalkyl;

R<sup>10</sup> is hydrogen or C<sub>1</sub>-C<sub>4</sub> alkyl; and

n = 0 or 1.

4. (Original) A compound according to claim 1, wherein:

R<sup>1</sup> is hydrogen, F, Cl, or C<sub>1</sub>-C<sub>3</sub> alkyl ;

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R<sup>2</sup> is selected from the group of hydrogen, F, Cl, Br, C<sub>1</sub>-C<sub>4</sub> alkyl, C<sub>1</sub>-C<sub>4</sub> haloalkyl, and C<sub>1</sub>-C<sub>4</sub> heteroalkyl ;

R<sup>3</sup> and R<sup>4</sup> each independently is selected from the group of hydrogen, C<sub>1</sub>-C<sub>4</sub> alkyl, C<sub>1</sub>-C<sub>4</sub> haloalkyl, C<sub>1</sub>-C<sub>4</sub> heteroalkyl, optionally substituted aryl and heteroaryl;

R<sup>5</sup> and R<sup>6</sup> each is hydrogen;

R<sup>7</sup> and R<sup>8</sup> each independently is hydrogen, C<sub>1</sub>-C<sub>4</sub> alkyl or C<sub>1</sub>-C<sub>4</sub> haloalkyl;

R<sup>9</sup> is OR<sup>10</sup>;

R<sup>10</sup> is hydrogen or C<sub>1</sub>-C<sub>4</sub> alkyl ;

and n=0.

5. (Original) A compound according to claim 4, wherein:

R<sup>1</sup> is hydrogen;

R<sup>2</sup> is selected from the group of Cl, CH<sub>3</sub>, C<sub>2</sub>H<sub>5</sub>, CH<sub>2</sub>F, CHF<sub>2</sub>, CF<sub>3</sub>, C<sub>2</sub>F<sub>5</sub>, and CF<sub>2</sub>Cl ;

R<sup>3</sup> and R<sup>4</sup> each independently is selected from the group of hydrogen and C<sub>1</sub>-C<sub>4</sub> alkyl ;

R<sup>7</sup> and R<sup>8</sup> each independently is selected from the group of hydrogen, CH<sub>3</sub>, C<sub>2</sub>H<sub>5</sub>, CF<sub>3</sub>, C<sub>2</sub>F<sub>5</sub> and CF<sub>2</sub>Cl; and

R<sup>9</sup> is OH.

6. (Original) A compound according to claim 5, wherein:

R<sup>2</sup> is selected from the group of Cl, CH<sub>2</sub>F, CHF<sub>2</sub>, CF<sub>3</sub>, C<sub>2</sub>F<sub>5</sub> and CF<sub>2</sub>Cl;

R<sup>3</sup> and R<sup>4</sup> each independently is hydrogen or C<sub>1</sub>-C<sub>2</sub> alkyl; and

R<sup>7</sup> and R<sup>8</sup> each independently is selected from the group of hydrogen, CH<sub>3</sub>, CF<sub>3</sub>, C<sub>2</sub>F<sub>5</sub> and CF<sub>2</sub>Cl.

7. (Original) A compound according to claim 6, wherein:

R<sup>2</sup> is Cl, CH<sub>2</sub>F, CHF<sub>2</sub>, CF<sub>3</sub> or CF<sub>2</sub>Cl;

R<sup>3</sup> and R<sup>4</sup> each is hydrogen or CH<sub>3</sub> ; and

R<sup>7</sup> and R<sup>8</sup> each independently is hydrogen, CH<sub>3</sub>, CF<sub>3</sub> or CF<sub>2</sub>Cl.

8. (Original) A compound according to claim 7, wherein:

R<sup>2</sup> is Cl, CH<sub>2</sub>F, CHF<sub>2</sub>, or CF<sub>3</sub>;

R<sup>3</sup> and R<sup>4</sup> each is hydrogen or CH<sub>3</sub>; and

R<sup>7</sup> and R<sup>8</sup> each independently is hydrogen, CH<sub>3</sub> or CF<sub>3</sub>.

9. (Original) A compound according to claim 1, wherein the compound is an androgen receptor modulator.

10. (Currently amended) A compound according to claim 1 or 2, wherein the compound is an androgen receptor antagonist.

11. (Currently amended) A compound according to claim 1 or 2, wherein the compound is an androgen receptor agonist.

12. (Currently amended) A compound according to claim 1 or 2, wherein the compound is an androgen receptor partial agonist.

13. (Original) A compound according to claim 1, wherein the compound is selected from the group of:

(R)-6-(2-(2, 2, 2-Trifluoroethyl)-1-pyrrolidinyl)-4-trifluoromethyl-2(1H)-quinolinone (Compound 101);

(R)-6-(2-Phenylthiomethyl-1-pyrrolidinyl)-4-trifluoromethyl-2 (1H)-quinolinone (Compound 102);

(R)-6-(2-(2, 2, 2-Trifluoroethyl)-1-piperidinyl)-4-trifluoromethyl-2(1H)-quinolinone (Compound 103);

(R)-6-(2-Benzylloxymethyl)-1-piperidinyl)-4-trifluoromethyl-2(1H)-quinolinone (Compound 104);

(R)-6-(2-Diethylaminomethyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1H)-quinolinone (Compound 105);

6-(2(R)-Hydroxymethyl-5(S)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1H)-quinolinone (Compound 106);

6-(2(R)-Fluoromethyl-5(R)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1H)-quinolinone (Compound 107);

6-(2(R)-Fluoromethyl-5(S)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1H)-quinolinone (Compound 108);

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6-(2(*R*)-Difluoromethyl-5(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 109);  
6-(2(*R*)-Fluoromethyl-5(*S*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 110);  
6-(2(*R*)-(1(*R*)-Hydroxy-2,2,2-trifluoroethyl)-5(*S*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 111);  
6-(2(*R*)-(1(*S*)-Hydroxy-2,2,2-trifluoroethyl)-5(*S*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 112);  
6-(2(*R*)-(1(*S*)-Hydroxy-2,2,2-trifluoroethyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 113);  
6-(2(*R*)-(1(*R*)-Hydroxy-2,2,2-trifluoroethyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 114);  
6-(2(*R*)-(2,2,2-Trifluoroethyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 115);  
6-(2(*R*)-(1(*S*)-Hydroxy-2,2,2-trifluoroethyl)-4(*R*)-hydroxy-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 116);  
6-(2(*R*)-(1(*R*)-Hydroxy-2,2,2-trifluoroethyl)-4(*R*)-hydroxy-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 117);  
6-(2(*R*)-(1(*S*)-Fluoro-2,2,2-trifluoroethyl)-4(*S*)-fluoro-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 118);  
6-(2(*R*)-(1(*R*)-Fluoro-2,2,2-trifluoroethyl)-4(*S*)-fluoro-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 119);  
6-(2(*R*)-(1(*S*)-Hydroxy-2,2,2-trifluoroethyl)-4(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 120);  
6-(2(*R*)-(1(*R*)-Hydroxy-2,2,2-trifluoroethyl)-4(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 121);  
6-(2(*R*)-(1(*S*)-Hydroxy-2,2,2-trifluoroethyl)-4(*S*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 122);  
6-(2(*R*)-(1(*R*)-Hydroxy-2,2,2-trifluoroethyl)-4 (*S*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 123);

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6-(2(R)-(1(S)-Hydroxy-2,2,2-trifluoroethyl)-4(R)-methoxy-1-pyrrolidinyl)-4-trifluoromethyl-2(1H)-quinolinone (Compound 124);

6-(2(R)-(1(R)-Hydroxy-2,2,2-trifluoroethyl)-4(R)-methoxy-1-pyrrolidinyl)-4-trifluoromethyl-2(1H)-quinolinone (Compound 125);

6-(2(R)-(1(R)-Hydroxy-2,2,2-trifluoroethyl)-4(S)-methoxy-1-pyrrolidinyl)-4-trifluoromethyl-2(1H)-quinolinone (Compound 126);

6-(2(R)-(1(S)-Hydroxy-2,2,2-trifluoroethyl)-4(S)-methoxy-1-pyrrolidinyl)-4-trifluoromethyl-2(1H)-quinolinone (Compound 127);

4-Chloro-6-(2(R)-(1(S)-hydroxy-2,2,2-trifluoroethyl)-5(R)-methyl-1-pyrrolidinyl)-2(1H)-quinolinone (Compound 128);

4-Chloro-6-(2(R)-(1(R)-hydroxy-2,2,2-trifluoroethyl)-5(R)-methyl-1-pyrrolidinyl)-2(1H)-quinolinone (Compound 129) ;

4-Chloro-6-(2(R)-(1(S)-hydroxy-2,2,2-trifluoroethyl)-1-pyrrolidinyl)-2(1H)-quinolinone (Compound 130);

4-Chloro-6-(2(R)-(1(R)-hydroxy-2,2,2-trifluoroethyl)-1-pyrrolidinyl)-2(1H)-quinolinone (Compound 131);

6-(2(R)-(1(R)-Hydroxy-1-methyl-2,2,2-trifluoroethyl)-5(R)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1H)-quinolinone (Compound 132);

6-(2(R)-(1(S)-Hydroxy-1-methyl-2,2,2-trifluoroethyl)-5(R)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1H)-quinolinone (Compound 133);

6-(2(R)-(1-Hydroxy-1-trifluoromethyl-2,2,2-trifluoroethyl)-5(R)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1H)-quinolinone (Compound 134);

6-(2(R)-(1(R)-Ethoxy-2,2,2-trifluoroethyl)-1-pyrrolidinyl)-4-trifluoromethyl-2(1H)-quinolinone (Compound 135);

6-(2(R)-(1(R)-Hydroxy-2,2,2-trifluoroethyl)-1-pyrrolidinyl)-4-propyl-2(1H)-quinolinone (Compound 136);

6-(2(R)-(1S)-Hydroxy-2,2,2-trifluoroethyl)-1-pyrrolidinyl)-4-propyl-2(1H)-quinolinone (Compound 137);

6-(2(R)-(1(S)-Hydroxy-2,2,2-trifluoroethyl)-1-pyrrolidinyl)-4-ethyl-2(1H)-quinolinone (Compound 138);

6-(2(*R*)-(1(*R*)-Hydroxy-2,2,2-trifluoroethyl)-1-pyrrolidinyl)-4-ethyl-2(1*H*)-quinolinone (Compound 139);

6-(2(*R*)-Chloromethyl-5-(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 140);

6-(2(*R*)-Chloromethyl-5-(*S*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 141);

6-(2(*R*)-(1(*S*)-Hydroxy-2,2,2-trifluoroethyl)-5(*S*)-phenyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 142);

6-(2(*R*)-(1(*R*)-Hydroxy-2,2,2-trifluoroethyl)-5(*S*)-phenyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 143);

6-(2(*R*)-(1(*S*)-Hydroxy-2,2,2-trifluoroethyl)-5,5-dimethyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 144);

6-(2(*R*)-(1(*R*)-Hydroxy-2,2,2-trifluoroethyl)-5,5-dimethyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 145);

6-(2(*R*)-(1(*S*)-Hydroxy-2,2,2-trifluoroethyl)-5(*R*)-phenyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 146);

6-(2(*R*)-(1(*R*)-Hydroxy-2,2,2-trifluoroethyl)-5(*R*)-phenyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 147);

6-(2(*R*)-(1(*R*), 2-Dihydroxyethyl)-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 148);

6-(2(*R*)-(1(*S*), 2-dihydroxyethyl)-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 149);

6-(2(*R*)-(1(*R*)-Hydroxybenzyl)-5(*S*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 150);

6-(2(*R*)-(1(*S*)-Hydroxybenzyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 151);

6-(2(*R*)-(1(*R*)-Hydroxybenzyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 152);

6-(2(*R*)-((2-1,3-Dithianyl)-1(*R*)-hydroxymethyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 153);

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6-(2(*R*)-((2-1,3-Dithianyl)-1(*S*)-hydroxymethyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 154);  
6-(2(*R*)-Difluoromethyl-5,5-dimethyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 155);  
6-(2(*R*)-Fluoromethyl-5,5-dimethyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 156);  
6-(2(*R*)-Hydroxymethyl-5,5-dimethyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 157);  
6-(2(*R*)-Hydroxymethyl-1-piperidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 158);  
6-(2(*R*)-(1(*S*)-Hydroxyethyl-1-piperidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 159);  
6-(2(*R*)-(1(*R*)-Hydroxyethyl-1-piperidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 160);  
6-(2(*R*)-Trifluoroacetyl-1-piperidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 161);  
6-(2(*R*)-(1(*S*)-Hydroxypentyl-1-piperidinyl)-4-trifluoromethyl-2 (1*H*)-quinolinone (Compound 162);  
6-(2(*R*)-(1(*R*)-Hydroxypentyl-1-piperidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 163);  
6-(2(*R*)-(1(*R*)-Hydroxyethyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 164);  
6-(2(*R*)-(1-Hydroxy-1-methylethyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 165);  
6-(2(*R*)-(1(*S*)-Hydroxy-1-cyclopropylmethyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 166);  
6-(2(*R*)-(1(*R*)-Hydroxy-1-cyclopropylmethyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 167);  
6-(2(*R*)-(1(*S*)-Hydroxypropyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 168),

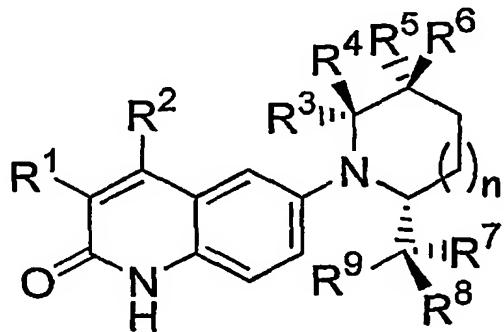
6-(2(*R*)-(1(*R*)-Hydroxypropyl)-5(*S*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 169);  
6-(2(*R*)-(1(*R*)-Hydroxypropyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 170);  
6-(2(*R*)-(1(*S*)-Hydroxypropyl)-5(*S*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 171);  
6-(2(*R*)-(1(*R*)-Hydroxy-2-methylpropyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 172);  
6-(2(*R*)-(1(*R*)-Hydroxy-2-acetoxyethyl)-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 173);  
6-(2(*R*)-(1(*R*)-Hydroxy-2-chloroethyl)-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 174);  
6-(2(*R*)-(2-Hydroxyethyl)-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 175);  
6-(*R*)-(2-Oxoethyl)-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 176);  
6-(2(*R*)-Acetyloxymethyl-6(*R*)-methyl-1-piperidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 177);  
6-(2(*R*)-(1(*R*)-Chloro-2-hydroxymethyl)-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 178);  
6-(2(*R*)-Hydroxymethyl-6(*R*)-methyl-1-piperidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 179);  
6-(2(*R*)-(1(*R*)-Hydroxy-2,2,2-trifluoroethyl)-6(*R*)-methyl-1-piperidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 180);  
6-(2(*R*)-(1(*S*)-Hydroxy-2,2,2-trifluoroethyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-chlorodifluoromethyl-2(1*H*)-quinolinone (Compound 181);  
6-(2(*R*)-(1(*R*)-Hydroxy-2,2,2-trifluoroethyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-chlorodifluoromethyl-2(1*H*)-quinolinone (Compound 182);  
6-(2(*R*)-(1(*S*)-Hydroxy-2,2,2-trifluoroethyl)-5(*S*)-methyl-1-pyrrolidinyl)-4-chlorodifluoromethyl-2(1*H*)-quinolinone (Compound 183);

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6-(2(*R*)-(2(*S*)-Hydroxy-3,3,3-trifluoropropyl)-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 184);  
6-(2(*R*)-(2(*R*)-hydroxy-3,3,3-trifluoropropyl)-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 185);  
6-(2(*R*)-Acetyloxymethyl-6(*R*)-methyl-1-piperidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 186);  
6-(2(*R*)-Hydroxyethyl-5(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 187);  
6-(2(*R*)-Hydroxyethyl-5(*S*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 188);  
6-(2(*R*)-Acetyloxyethyl-5(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 189);  
6-(2(*R*)-(1(*S*)-Hydroxy-2,2,2-trifluoroethyl)-4(*S*)-fluoro-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 190); and  
6-(2(*R*)-(1(*R*)-Hydroxy-2,2,2-trifluoroethyl)-4(*S*)-fluoro-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 191).

14. (Original) A pharmaceutical composition comprising a pharmaceutically acceptable carrier and a compound of the formula:



wherein:

R<sup>1</sup> is hydrogen, F, Cl, or C<sub>1</sub>-C<sub>3</sub> aliphatic;

R<sup>2</sup> is selected from the group of hydrogen, F, Cl, Br, C<sub>1</sub>-C<sub>4</sub> aliphatic, C<sub>1</sub>-C<sub>4</sub> haloaliphatic, and C<sub>1</sub>-C<sub>4</sub> heteroaliphatic;

R<sup>3</sup> and R<sup>4</sup> each independently is selected from the group of hydrogen, C<sub>1</sub>-C<sub>4</sub> aliphatic, C<sub>1</sub>-C<sub>4</sub> haloaliphatic, C<sub>1</sub>-C<sub>4</sub> heteroaliphatic, optionally substituted aryl and heteroaryl ;

R<sup>5</sup> and R<sup>6</sup> each independently is selected from the group of hydrogen, F, Cl, OR<sup>10</sup>, C<sub>1</sub>-C<sub>4</sub> aliphatic, C<sub>1</sub>-C<sub>4</sub> haloaliphatic, and C<sub>1</sub>-C<sub>4</sub> heteroaliphatic;

R<sup>7</sup> and R<sup>8</sup> each independently is selected from the group of hydrogen, F, Cl, C<sub>1</sub>-C<sub>4</sub> aliphatic, C<sub>1</sub>-C<sub>4</sub> haloaliphatic, and C<sub>1</sub>-C<sub>4</sub> heteroaliphatic; or

R<sup>7</sup> and R<sup>8</sup> taken together form a carbonyl group;

R<sup>9</sup> is selected from the group of halogen, OR<sup>10</sup>, SR<sup>10</sup>, NR<sup>10</sup>R<sup>11</sup>, C<sub>1</sub>-C<sub>4</sub> haloaliphatic, C<sub>1</sub>-C<sub>4</sub> heteroaliphatic, and C<sub>1</sub>-C<sub>4</sub> heterohaloaliphatic;

R<sup>10</sup> and R<sup>11</sup> each independently is selected from the group of hydrogen, C<sub>1</sub>-C<sub>4</sub> aliphatic, phenyl, and benzyl; and

n = 0 or 1.

15. (Original) A pharmaceutical composition comprising a pharmaceutically acceptable carrier and a compound according to claim 2.

16. (Original) A pharmaceutical composition comprising a pharmaceutically acceptable carrier and a compound according to claim 7.

17. (Original) A pharmaceutical composition comprising a pharmaceutically acceptable carrier and a compound according to claim 8.

18. (Currently amended) A pharmaceutical composition according to claim 14, any one of claims 14, 15, 16 and 17, wherein the compound is an androgen receptor modulator.

19. (Original) A pharmaceutical composition according to claim 18, wherein the compound is an androgen receptor antagonist.

20. (Original) A pharmaceutical composition according to claim 18, wherein the compound is an androgen receptor agonist.

21. (Original) A pharmaceutical composition according to claim 18, wherein the compound is an androgen receptor partial agonist.

22. (Original) A pharmaceutical composition according to claim 14, wherein the compound is selected from the group of:

(*R*)-6-(2-(2, 2, 2-Trifluoroethyl)-1-pyrrolidinyl)-4-trifluoromethyl-2(*1H*)-quinolinone (**Compound 101**);

(*R*)-6-(2-Phenylthiomethyl-1-pyrrolidinyl)-4-trifluoromethyl-2 (*1H*)-quinolinone (**Compound 102**);

(*R*)-6-(2-(2, 2, 2-Trifluoroethyl)-1-piperidinyl)-4-trifluoromethyl-2(*1H*)-quinolinone (**Compound 103**);

(*R*)-6-(2-Benzylloxymethyl)-1-piperidinyl)-4-trifluoromethyl-2(*1H*)-quinolinone (**Compound 104**);

(*R*)-6-(2-Diethylaminomethyl-1-pyrrolidinyl)-4-trifluoromethyl-2(*1H*)-quinolinone (**Compound 105**);

6-(2(*R*)-Hydroxymethyl-5(*S*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(*1H*)-quinolinone (**Compound 106**);

6-(2(*R*)-Fluoromethyl-5(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(*1H*)-quinolinone (**Compound 107**);

6-(2(*R*)-Fluoromethyl-5(*S*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(*1H*)-quinolinone (**Compound 108**);

6-(2(*R*)-Difluoromethyl-5(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(*1H*)-quinolinone (**Compound 109**);

6-(2(*R*)-Fluoromethyl-5(*S*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(*1H*)-quinolinone (**Compound 110**);

6-(2(*R*)-(1(*R*)-Hydroxy-2,2,2-trifluoroethyl)-5(*S*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(*1H*)-quinolinone (**Compound 111**);

6-(2(*R*)-(1(*S*)-Hydroxy-2,2,2-trifluoroethyl)-5(*S*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(*1H*)-quinolinone (**Compound 112**);

6-(2(*R*)-(1(*S*)-Hydroxy-2,2,2-trifluoroethyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(*1H*)-quinolinone (**Compound 113**);

6-(2(*R*)-(1(*R*)-Hydroxy-2,2,2-trifluoroethyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(*1H*)-quinolinone (**Compound 114**);

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6-(2(R)-(2,2,2-Trifluoroethyl)-5(R)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-

2(1*H*)-quinolinone (Compound 115);

6-(2(R)-(1(S)-Hydroxy-2,2,2-trifluoroethyl)-4(R)-hydroxy-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 116);

6-(2(R)-(1(R)-Hydroxy-2,2,2-trifluoroethyl)-4(R)-hydroxy-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 117);

6-(2(R)-(1(S)-Fluoro-2,2,2-trifluoroethyl)-4(S)-fluoro-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 118);

6-(2(R)-(1(R)-Fluoro-2,2,2-trifluoroethyl)-4(S)-fluoro-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 119);

6-(2(R)-(1(S)-Hydroxy-2,2,2-trifluoroethyl)-4(R)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 120);

6-(2(R)-(1(R)-Hydroxy-2,2,2-trifluoroethyl)-4(R)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 121);

6-(2(R)-(1(S)-Hydroxy-2,2,2-trifluoroethyl)-4(S)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 122);

6-(2(R)-(1(R)-Hydroxy-2,2,2-trifluoroethyl)-4 (S)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 123);

6-(2(R)-(1(S)-Hydroxy-2,2,2-trifluoroethyl)-4(R)-methoxy-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 124);

6-(2(R)-(l(R)-Hydroxy-2,2,2-trifluoroethyl)-4(R)-methoxy-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 125);

6-(2(R)-(1(R)-Hydroxy-2,2,2-trifluoroethyl)-4(S)-methoxy-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 126);

6-(2(R)-(1(S)-Hydroxy-2,2,2-trifluoroethyl)-4(S)-methoxy-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 127);

4-Chloro-6-(2(R)-(1(S)-hydroxy-2,2,2-trifluoroethyl)-5(R)-methyl-1-pyrrolidinyl)-2(1*H*)-quinolinone (Compound 128);

4-Chloro-6-(2(R)-(l(R)-hydroxy-2,2,2-trifluoroethyl)-5(R)-methyl-1-pyrrolidinyl)-2(1*H*)-quinolinone (Compound 129) ;

4-Chloro-6-(2(*R*)-(1(*S*)-hydroxy-2,2,2-trifluoroethyl)-1-pyrrolidinyl)-2(1*H*)-quinolinone (Compound 130);

4-Chloro-6-(2(*R*)-(1(*R*)-hydroxy-2,2,2-trifluoroethyl)-1-pyrrolidinyl)-2(1*H*)-quinolinone (Compound 131);

6-(2(*R*)-(1(*R*)-Hydroxy-1-methyl-2,2,2-trifluoroethyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 132);

6-(2(*R*)-(1(*S*)-Hydroxy-1-methyl-2,2,2-trifluoroethyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 133);

6-(2(*R*)-(1-Hydroxy-1-trifluoromethyl-2,2,2-trifluoroethyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 134);

6-(2(*R*)-(1(*R*)-Ethoxy-2,2,2-trifluoroethyl)-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 135);

6-(2(*R*)-(1(*R*)-Hydroxy-2,2,2-trifluoroethyl)-1-pyrrolidinyl)-4-propyl-2(1*H*)-quinolinone (Compound 136);

6-(2(*R*)-(1(*S*)-Hydroxy-2,2,2-trifluoroethyl)-1-pyrrolidinyl)-4-propyl-2(1*H*)-quinolinone (Compound 137);

6-(2(*R*)-(1(*S*)-Hydroxy-2,2,2-trifluoroethyl)-1-pyrrolidinyl)-4-ethyl-2(1*H*)-quinolinone (Compound 138);

6-(2(*R*)-(1(*R*)-Hydroxy-2,2,2-trifluoroethyl)-1-pyrrolidinyl)-4-ethyl-2(1*H*)-quinolinone (Compound 139);

6-(2(*R*)-Chloromethyl-5-(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 140);

6-(2(*R*)-Chloromethyl-5-(*S*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 141);

6-(2(*R*)-(1(*S*)-Hydroxy-2,2,2-trifluoroethyl)-5(*S*)-phenyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 142);

6-(2(*R*)-(1(*R*)-Hydroxy-2,2,2-trifluoroethyl)-5(*S*)-phenyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 143);

6-(2(*R*)-(1(*S*)-Hydroxy-2,2,2-trifluoroethyl)-5,5-dimethyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 144);

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6-(2(*R*)-(1(*R*)-Hydroxy-2,2,2-trifluoroethyl)-5,5-dimethyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 145);

6-(2(*R*)-(1(*S*)-Hydroxy-2,2,2-trifluoroethyl)-5(*R*)-phenyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 146);

6-(2(*R*)-(1(*R*)-Hydroxy-2,2,2-trifluoroethyl)-5(*R*)-phenyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 147);

6-(2(*R*)-(1(*R*), 2-Dihydroxyethyl)-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 148);

6-(2(*R*)-(1(*S*), 2-dihydroxyethyl)-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 149);

6-(2(*R*)-(1(*R*)-Hydroxybenzyl)-5(*S*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 150);

6-(2(*R*)-(1(*S*)-Hydroxybenzyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 151);

6-(2(*R*)-(1(*R*)-Hydroxybenzyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 152);

6-(2(*R*)-((2-1,3-Dithianyl)-1(*R*)-hydroxymethyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 153);

6-(2(*R*)-((2-1,3-Dithianyl)-1(*S*)-hydroxymethyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 154);

6-(2(*R*)-Difluoromethyl-5,5-dimethyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 155);

6-(2(*R*)-Fluoromethyl-5,5-dimethyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 156);

6-(2(*R*)-Hydroxymethyl-5,5-dimethyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 157);

6-(2(*R*)-Hydroxymethyl-1-piperidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 158);

6-(2(*R*)-(1(*S*)-Hydroxyethyl-1-piperidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 159);

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6-(2(*R*)-(1(*R*)-Hydroxyethyl-1-piperidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone

(Compound 160);

6-(2(*R*)-Trifluoroacetyl-1-piperidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone

(Compound 161);

6-(2(*R*)-(1(*S*)-Hydroxypentyl-1-piperidinyl)-4-trifluoromethyl-2 (1*H*)-quinolinone

(Compound 162);

6-(2(*R*)-(1(*R*)-Hydroxypentyl-1-piperidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone

(Compound 163);

6-(2(*R*)-(1(*R*)-Hydroxyethyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-

2(1*H*)-quinolinone (Compound 164);

6-(2(*R*)-(1-Hydroxy-1-methylethyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl

2(1*H*)-quinolinone (Compound 165);

6-(2(*R*)-(1(*S*)-Hydroxy-1-cyclopropylmethyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-

trifluoromethyl-2(1*H*)-quinolinone (Compound 166);

6-(2(*R*)-(1(*R*)-Hydroxy-1-cyclopropylmethyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-

trifluoromethyl-2(1*H*)-quinolinone (Compound 167);

6-(2(*R*)-(1(*S*)-Hydroxypropyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-

2(1*H*)-quinolinone (Compound 168),

6-(2(*R*)-(1(*R*)-Hydroxypropyl)-5(*S*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-

2(1*H*)-quinolinone (Compound 169);

6-(2(*R*)-(1(*R*)-Hydroxypropyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-

2(1*H*)-quinolinone (Compound 170);

6-(2(*R*)-(1(*S*)-Hydroxypropyl)-5(*S*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-

2(1*H*)-quinolinone (Compound 171);

6-(2(*R*)-(1(*R*)-Hydroxy-2-methylpropyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-

trifluoromethyl-2(1*H*)-quinolinone (Compound 172);

6-(2(*R*)-(1(*R*)-Hydroxy-2-acetoxyethyl)-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-

quinolinone (Compound 173);

6-(2(*R*)-(1(*R*)-Hydroxy-2-chloroethyl)-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-

quinolinone (Compound 174);

6-(2(*R*)-(2-Hydroxyethyl)-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone

(Compound 175);

6-(*R*)-(2-Oxoethyl)-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone

(Compound 176);

6-(2(*R*)-Acetyloxymethyl-6(*R*)-methyl-1-piperidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 177);

6-(2(*R*)-(1(*R*)-Chloro-2-hydroxymethyl)-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 178);

6-(2(*R*)-Hydroxymethyl-6(*R*)-methyl-1-piperidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 179);

6-(2(*R*)-(1(*R*)-Hydroxy-2,2,2-trifluoroethyl)-6(*R*)-methyl-1-piperidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 180);

6-(2(*R*)-(1(*S*)-Hydroxy-2,2,2-trifluoroethyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-chlorodifluoromethyl-2(1*H*)-quinolinone (Compound 181);

6-(2(*R*)-(1(*R*)-Hydroxy-2,2,2-trifluoroethyl)-5(*R*)-methyl-1-pyrrolidinyl)-4-chlorodifluoromethyl-2(1*H*)-quinolinone (Compound 182);

6-(2(*R*)-(1(*S*)-Hydroxy-2,2,2-trifluoroethyl)-5(*S*)-methyl-1-pyrrolidinyl)-4-chlorodifluoromethyl-2(1*H*)-quinolinone (Compound 183);

6-(2(*R*)-(2(*S*)-Hydroxy-3,3,3-trifluoropropyl)-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 184);

6-(2(*R*)-(2(*R*)-hydroxy-3,3,3-trifluoropropyl)-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 185);

6-(2(*R*)-Acetyloxymethyl-6(*R*)-methyl-1-piperidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 186);

6-(2(*R*)-Hydroxyethyl-5(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 187);

6-(2(*R*)-Hydroxyethyl-5(*S*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 188);

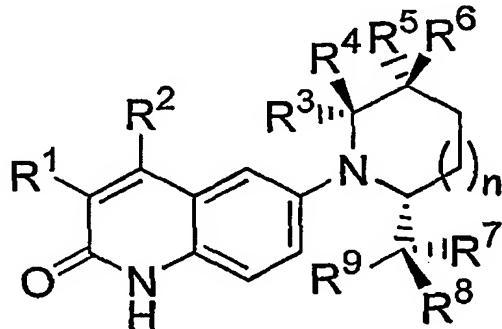
6-(2(*R*)-Acetyloxyethyl-5(*R*)-methyl-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 189);

6-(2(*R*)-(1(*S*)-Hydroxy-2,2,2-trifluoroethyl)-4(*S*)-fluoro-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 190); and

6-(2(*R*)-(1(*R*)-Hydroxy-2,2,2-trifluoroethyl)-4(*S*)-fluoro-1-pyrrolidinyl)-4-trifluoromethyl-2(1*H*)-quinolinone (Compound 191).

23. (Original) A pharmaceutical composition according to claim 14, wherein the composition is formulated for oral, topical, intravenous, suppository or parenteral administration.

24. (Original) A pharmaceutical agent comprising a pharmaceutically acceptable carrier and a compound of the formula:



(I)

wherein:

R<sup>1</sup> is hydrogen, F, Cl, or C<sub>1</sub>-C<sub>3</sub> aliphatic;

R<sup>2</sup> is selected from the group of hydrogen, F, Cl, Br, C<sub>1</sub>-C<sub>4</sub> aliphatic, C<sub>1</sub>-C<sub>4</sub> haloaliphatic, and C<sub>1</sub>-C<sub>4</sub> heteroaliphatic;

R<sup>3</sup> and R<sup>4</sup> each independently is selected from the group of hydrogen, C<sub>1</sub>-C<sub>4</sub> aliphatic, C<sub>1</sub>-C<sub>4</sub> haloaliphatic, C<sub>1</sub>-C<sub>4</sub> heteroaliphatic, optionally substituted aryl and heteroaryl ;

R<sup>5</sup> and R<sup>6</sup> each independently is selected from the group of hydrogen, F, Cl, OR<sup>10</sup>, C<sub>1</sub>-C<sub>4</sub> aliphatic, C<sub>1</sub>-C<sub>4</sub> haloaliphatic, and C<sub>1</sub>-C<sub>4</sub> heteroaliphatic;

R<sup>7</sup> and R<sup>8</sup> each independently is selected from the group of hydrogen, F, Cl, C<sub>1</sub>-C<sub>4</sub> aliphatic, C<sub>1</sub>-C<sub>4</sub> haloaliphatic, and C<sub>1</sub>-C<sub>4</sub> heteroaliphatic; or

R<sup>7</sup> and R<sup>8</sup> taken together form a carbonyl group;

R<sup>9</sup> is selected from the group of halogen, OR<sup>10</sup>, SR<sup>10</sup>, NR<sup>10</sup>R<sup>11</sup>, C<sub>1</sub>-C<sub>4</sub> haloaliphatic, C<sub>1</sub>-C<sub>4</sub> heteroaliphatic, and C<sub>1</sub>-C<sub>4</sub> heterohaloaliphatic;

$R^{10}$  and  $R^{11}$  each independently is selected from the group of hydrogen, C<sub>1</sub>-C<sub>4</sub> aliphatic, phenyl, and benzyl; and

n = 0 or 1.

25. (Original) A method of modulating androgen receptor activity in a mammal, comprising administering to said mammal a pharmaceutically effective amount of a compound according to claim 1.

26. (Original) A method for modulating a process in a mammal mediated by androgen receptor, comprising administering to said mammal a pharmaceutically effective amount of a compound according to claim 1.

27. (Currently amended) A method according to claim 24 25, wherein said mammal has a condition mediated by an androgen receptor.

28. (Currently amended) A method according to claim 26 27, wherein said condition is selected from the group of acne, male-pattern baldness, impotence, sexual dysfunction, wasting diseases, frailty, hirsutism, hypogonadism, prostatic hyperplasia, osteoporosis, cancer cachexia and hormone-dependent cancers.

29. (Currently amended) A method according to claim 26 27, wherein said condition is susceptible to treatment with a therapy selected from the group of male hormone replacement therapy, female androgen replacement therapy and stimulation of hematopoiesis.

30. (New) A compound according to claim 2, wherein the compound is an androgen receptor antagonist.

31. (New) A compound according to claim 2, wherein the compound is an androgen receptor agonist.

32. (New) A compound according to claim 2, wherein the compound is an androgen receptor partial agonist.

33. (New) A pharmaceutical composition according to claim 15, wherein the compound is an androgen receptor modulator.

34. (New) A pharmaceutical composition according to claim 33, wherein the compound is an androgen receptor antagonist.

35. (New) A pharmaceutical composition according to claim 33, wherein the compound is an androgen receptor agonist.

36. (New) A pharmaceutical composition according to claim 33, wherein the compound is an androgen receptor partial agonist.

37. (New) A pharmaceutical composition according to claim 16, wherein the compound is an androgen receptor modulator.

38. (New) A pharmaceutical composition according to claim 37, wherein the compound is an androgen receptor antagonist.

39. (New) A pharmaceutical composition according to claim 37, wherein the compound is an androgen receptor agonist.

40. (New) A pharmaceutical composition according to claim 37, wherein the compound is an androgen receptor partial agonist.

41. (New) A pharmaceutical composition according to claim 17, wherein the compound is an androgen receptor modulator.

42. (New) A pharmaceutical composition according to claim 41, wherein the compound is an androgen receptor antagonist.

43. (New) A pharmaceutical composition according to claim 41, wherein the compound is an androgen receptor agonist.

44. (New) A pharmaceutical composition according to claim 41, wherein the compound is an androgen receptor partial agonist.